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PROPOSED COUNSEL FOR THE DEBTORS IN POSSESSION

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION

IN RE:	§	Case No. 11-41326-DML-11
	§	(Jointly Administered)
PAWNSHOP MANAGEMENT	§	
COMPANY, LLC, <i>et al.</i> ,	§	In Proceedings Under Chapter 11
	§	
Debtors.	§	Hearing Set: April 28, 2011 at 1:30 p.m.

**MOTION FOR APPROVAL OF EMPLOYMENT OF LAW OFFICE OF STEPHEN W.  
MITCHELL AS SPECIAL COUNSEL TO DEBTORS IN POSSESSION**

**IMPORTANT NOTICE**

**A HEARING ON THIS MOTION WILL BE CONDUCTED ON APRIL 28, 2011 AT  
1:30 P.M. AT THE UNITED STATES BANKRUPTCY COURT OF THE  
HONORABLE D. MICHAEL LYNN, 501 WEST 10<sup>TH</sup> STREET, FORT WORTH,  
TEXAS 76102**

**ANY OBJECTION MUST BE IN WRITING AND FILED WITH THE CLERK OF  
THE UNITED STATES BANKRUPTCY COURT ON OR BEFORE APRIL 14, 2011,  
WHICH IS AT LEAST TWENTY-ONE (21) DAYS FROM THE DATE OF SERVICE  
HEREOF.**

**IF NO OBJECTION TO THIS MOTION IS TIMELY FILED, THE RELIEF  
REQUESTED HEREIN SHALL BE DEEMED TO BE UNOPPOSED.**

TO THE HONORABLE D. MICHAEL LYNN, UNITED STATES BANKRUPTCY JUDGE:

COME NOW, Pawnshop Management Company, LLC and Pawnshop Operating Company,

LLC, the Debtors in Possession in the referenced Chapter 11 bankruptcy proceedings (jointly referred to hereinafter as “Debtors”), and file this Motion for Approval of Employment of Law Office of Stephen W. Mitchell as Special Counsel to Debtors in Possession (the “Motion”), and in support thereof would respectfully show unto the Court as follows:

### **Jurisdiction**

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 157 and § 1334 as well as 11 U.S.C. §§ 327 and 1107. This is a core proceeding pursuant to §§ 157(b)(2)(A), (M) and (O).

### **Bankruptcy**

2. Pawnshop Management Company, LLC (“PMC”) filed a Voluntary Petition for relief under chapter 11 of the United States Bankruptcy Code on March 1, 2011 thereby commencing case number 11-41326-DML-11. PMC has continued to operate as a debtor in possession pursuant to 11 U.S.C. §§ 1107 and 1108.

3. Pawnshop Operating Company, LLC (“POC”), an affiliate of PMC, filed its Voluntary Petition for relief under Chapter 11 of the United States Bankruptcy Code on March 1, 2011 thereby commencing case number 11-41327-RFN-11. POC has continued to operate as a debtor in possession pursuant to 11 U.S.C. §§ 1107 and 1108.

### **Background**

4. At the time of the commencement of subject bankruptcy proceedings, there was pending in the 116<sup>th</sup> Judicial District Court of Dallas County, Texas under Cause No. DC-06-11701 post judgment discovery in the matter styled *Pawnshop Management Company, LLC and Pawnshop Operating Company, LLC, v. Joe Bob Wilcoxson d/b/a Paul’s Pawnshop* (the “Judgment”).

5. The Judgment was from a summary judgment awarded December 28, 2007 granting

PMC and POC judgment for \$17,500.00 plus \$7,250.00 in attorneys fees, cost of court and pre-judgment interest entered January 22, 2008.

6. In order to prosecute and later to collect on the Judgment, Debtors had, prior to the commencement of the bankruptcy proceeding, engaged the services of the Law Office of Stephen W. Mitchell ("Mitchell") on an hourly basis. While the Judgment was final prior to the Petition Date, in an attempt to collect on the Judgment post judgment discovery was sent to the Defendant Joe Bob Wilcoxson d/b/a Paul's Pawnshop (the "Defendant"). At this point in time, a show cause hearing on the Defendant's failure to respond to post judgment discovery is set for Thursday, April 7, 2011 at 11:00 a.m.

#### **Engagement of Special Counsel**

7. Following the commencement of the instant chapter 11 bankruptcy cases, Debtors filed their Motion seeking approval and authorization to employ the law firm of Goodrich Postnikoff & Albertson, LLP as general bankruptcy counsel in connection with these bankruptcy proceedings.

8. Section 327(e) of the United States Bankruptcy Code, provides as follows:

The trustee, with the court's approval, may employ, for a specified special purpose, other than to represent the trustee in conducting the case, an attorney that has represented the debtor, if in the best interest of the estate, and if such attorney does not represent or hold an interest adverse to the debtor or the estate with respect to the matter on which such attorney is to be employed.

9. Debtors are in need of counsel to represent their interests in connection with the collection of the Judgment. It appears to Debtors that Mitchell is best situated to continue collection efforts of the Judgment on behalf of the subject bankruptcy estates.

10. Mitchell maintains its offices at 2315 N. Main, Suite 300, Fort Worth, Texas 76101.
11. Mitchell has previously represented Debtors in connection with the Judgment and is intimately familiar with the matters of fact and law which are involved therein.
12. Mitchell has not yet been fully compensated for all services rendered and anticipated to be rendered in connection with the subject proceeding. Mitchell has provided and will continue to provide legal services at an hourly rate of \$300.00. The amount outstanding for services rendered to the Debtors by Mitchell is \$2,107.00.
13. Mitchell does not represent or hold an interest adverse to the Debtors or the estates of the Debtors with respect to the matter on which Mitchell is proposed to be employed. The Affidavit of Stephen W. Mitchell concerning the qualifications and disinterestedness of the Law Office of Stephen W. Mitchell is attached hereto and incorporated herein as Exhibit "A".
14. The employment of the Law Office of Stephen W. Mitchell on the terms and conditions contained herein is in the best interests of the estate and should be approved.

**WHEREFORE, PREMISES CONSIDERED,** Pawnshop Management Company, LLC and Pawnshop Operating Company, LLC, the Debtors in Possession herein, respectfully pray for an Order of this Court authorizing Debtors to retain the Law Office of Stephen W. Mitchell, as special counsel, effective as of the Petition Date, to provide necessary services in this case and for such other and further relief, at law or in equity, to which the Debtors may be shown justly entitled.

Dated this the 24<sup>th</sup> day of March, 2011.

Respectfully submitted,

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By: /s/ Joseph F. Postnikoff

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PROPOSED COUNSEL FOR THE  
DEBTORS-IN-POSSESSION

### **CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the 24<sup>th</sup> day of March, 2011, a copy of the foregoing Motion was served by first-class U.S. mail, postage prepaid on the persons named below and on the attached service list:

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/s/ Joseph F. Postnikoff

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